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RECORDATION NO. 17253-E FILED 1425

JUL 28 1994 -12 05 PM

INTERSTATE COMMERCE COMMISSION

OF COUNSEL  
URBAN A. LESTER

July 28, 1994

Mr. Sidney L. Strickland, Jr.  
Secretary  
Interstate Commerce Commission  
Washington, D.C. 20423

Dear Mr. Strickland:

Enclosed for recordation pursuant to the provisions of 49 U.S.C. Section 11303(a) are two copies of a Full Release Agreement, dated as of July 28, 1994, a secondary document as defined in the Commission's Rules for the Recordation of Documents under 49 C.F.R. Section 1177.

The enclosed document relates to the Security Agreement previously filed with the Commission under Recordation Number 17253.

The name and address of the party to the enclosed document are:

Secured Party: KeyCorp Leasing Ltd.  
One Key Corp Plaza  
Albany, New York

A description of the railroad equipment covered by the enclosed document is set forth in the Security Agreement, as originally filed, supplemented and amended.



Mr. Sidney L. Strickland, Jr.  
July 28, 1994  
Page 2

Also enclosed is a check in the amount of \$18.00 payable to the order of the Interstate Commerce Commission covering the required recordation fee.

Kindly return one stamped copy of the enclosed document to the undersigned.

A short summary of the enclosed secondary document to appear in the Commission's Index is:

"Full Release"

Very truly yours,

A handwritten signature in black ink, appearing to read 'R. Alvord', with a stylized flourish at the end.

Robert W. Alvord

RWA/bg  
Enclosures

JUL 28 1994 -12 05 PM

## FULL RELEASE AGREEMENT

INTERSTATE COMMERCE COMMISSION

This Full Release Agreement is made as of July 28, 1994 by KeyCorp Leasing Ltd. ("Lender") in favor of Greenbrier Railcar, Inc. ("Borrower").

## RECITALS

A. Pursuant to a Loan and Security Agreement dated as of March 12, 1991 as supplemented from time to time by Loan and Security Agreement Supplements (the Loan and Security Agreement and any supplements are hereafter referred to as the "Security Agreement") between Lender and Borrower, Lender has agreed to loan to Borrower monies (the "Loan"). To secure payment of the Loan and certain other amounts, Borrower executed and delivered to Lender the Security Agreement, pursuant to which Borrower assigned, granted and pledged to Lender a security interest in the Collateral as defined in the Security Agreement.

B. The Security Agreement was filed for record in the office of the Interstate Commerce Commission in Washington, D.C. as follows:

<u>Date</u>	<u>Time</u>	<u>Recordation Number</u>
March 13, 1991	12:50 PM	17253
December 15, 1992	3:25 PM	17253-B
January 7, 1994	11:30 AM	17253-D

C. For adequate consideration that has been acknowledged, Lender has agreed to release its security interest in the Collateral covered by the Security Agreement.

NOW THEREFORE, Lender agrees as follows:

- (1) Lender hereby absolutely and unconditionally releases and discharges its security interest and any other rights, title or interest which it may have in the Collateral.
- (2) Lender agrees that it will execute, acknowledge and deliver such further releases, termination statements, assignments and other further assurances pursuant to this Full Release Agreement as may be reasonably requested by Borrower in order to effectuate the release of the Collateral.

IN WITNESS WHEREOF, Lender has executed this Full Release Agreement effective as of the date first above written.

KEYCORP LEASING LTD.

By: Title: Senior Vice President

STATE OF A New York )  
County of Albany ) ss.

On this 27th day of July, 1994, before me, Patricia Norwood, the undersigned Notary Public, personally appeared Robert E. Mills, personally known to me to be the person who executed the within instrument as Senior Vice President on behalf of the corporation therein named, and acknowledged to me that the corporation executed it.

Patricia Norwood  
Notary Public for  
My commission expires \_\_\_\_\_

**PATRICIA M. NORWOOD**  
Notary Public, State of New York  
No. 4863343  
Qualified in Rensselaer County  
Commission Expires June 23, 1996